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RECORDATION NO. 14186-D
Filed 1425

MAR 7 1984 11 05 AM

INTERSTATE COMMERCE COMMISSION

No. MAR 7 1984

Date

Fee \$ 10.00

FCC Washington, D.C.

March 6, 1984

Partial Release of Security Interest
Dated as of February 28, 1984
to Conditional Sale Agreement Filed
Under Recordation No. 14186

Dear Ms. Mergenovich:

Pursuant to 49 U.S.C. § 11303 and the Commission's rules and regulations thereunder, as amended, I enclose herewith on behalf of Asarco Incorporated for filing and recordation counterparts of the following document:

Partial Release dated as of February 28, 1984, executed by La Salle National Bank, as Trustee.

The Release is a partial release to the Conditional Sale Agreement dated as of October 1, 1983, releasing all right, title and security interest to one (1) 13,640 gallon unlined sulfuric acid tank car bearing Identification No. ASTX 2140, filed and recorded with the Interstate Commerce Commission on November 4, 1983; Recordation Number 14186.

Please file and record the Partial Release submitted with this letter and assign it Recordation Number 14186-D.

Enclosed is a check for \$10.00 payable to the Interstate Commerce Commission for the recordation fee for the Partial Release.

*we think,
just please
check*

Please stamp all counterparts of the enclosed documents with your official recording stamp. You will wish to retain one copy of the instrument and this transmittal letter for your files. It is requested that the remaining counterparts of the document be delivered to the bearer of this letter.

Very truly yours,

Laurance V. Goodrich

Laurance V. Goodrich
as Agent for
Asarco Incorporated

Ms. Agatha L. Mergenovich, Secretary,
Interstate Commerce Commission,
Washington, D.C. 20423

Encls.

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

3/7/84


Laurance V. Goodrich
Cravath, Swaine & Moore
One Chase Manhattan Plaza
New York, N.Y. 10005

Dear

Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/7/84 at 11:05am and assigned recordation number(s). 14186-D

Sincerely yours,


JAMES H. BAYNE
Secretary

Enclosure(s)

SE-30
(7/79)

RECORDATION NO. 14186-2 Filed 1425

MAR 7 1984 - 11 05 AM

PARTIAL RELEASE

INTERSTATE COMMERCE COMMISSION

Pursuant to the Conditional Sale Agreement dated as of October 1, 1983 ("CSA"), between La Salle National Bank, as Trustee ("Trustee"), and each of ACF Sales Corporation and Trinity Industries, Inc. ("Builders"), the Trustee agreed to purchase the units of Railroad Equipment described in Annex B to the CSA. One unit was not delivered by the deadline established by Section 3.3 of the CSA and, pursuant to the terms thereof, was excluded from the CSA. Accordingly, the Trustee hereby releases and transfers to ACF Sales Corporation, without warranty, covenant or assurance of any kind, either expressed or implied, and without recourse in any event, all the right, title and interest of the Trustee in and to the unit so excluded, i.e., one 13,640 gallon unlined sulfuric acid tank car bearing Identification No. ASTX 2140 ("Excluded Unit"). Pursuant to the Agreement Assignment dated as of October 1, 1983 ("CSA"), between Mercantile-Safe Deposit and Trust Company, as Agent ("Agent"), and each of the Builders, the Builders assigned certain rights under the CSA to the Agent. Pursuant to the Lease of Railroad Equipment dated as of October 1, 1983 ("Lease"), between Asarco Incorporated and the Trustee, the Trustee agreed to Lease to the Lessee such units of equipment as were delivered and accepted under the CSA. Pursuant to the Assignment of Lease and Agreement dated as of October 1, 1983 ("Lease Agreement"), between the Trustee and the Agent, the Trustee assigned to the Agent certain rights under the Lease. Since the Excluded Unit was never settled for under the CSA and was excluded from the CSA, the Excluded Unit could not have been, and was not, covered by the CSA Assignment, the Lease or the Lease Assignment. The CSA, the CSA Assignment, the Lease and the Lease Assignment were filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on November 4, 1983, at 2:40 p.m., Recordation Nos. 14186, 14186-A, 14186-B, 14186-C, respectively.

IN WITNESS WHEREOF, the undersigned has caused

this release to be duly executed by its duly authorized officer as of the 28th day of February, 1984.

LA SALLE NATIONAL BANK,
not in its individual capacity
but solely as Trustee under
the Trust Agreement dated as
of October 1, 1983, with State
Farm Life Insurance Company,

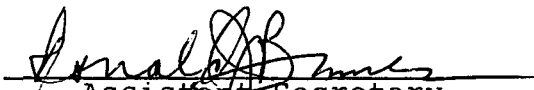
by



Vice President

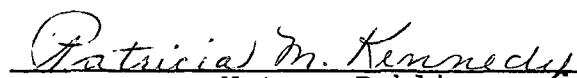
[Corporate Seal]

Attest:


Assistant Secretary

STATE OF ILLINOIS,)) ss.:
COUNTY OF COOK,)

On this 28th day of February, 1984, before me personally appeared R. K. WEDER, to me personally known, who, being by me duly sworn, says that he is a Vice President of LA SALLE NATIONAL BANK, a national banking association, that one of the seals affixed to the foregoing instrument is the corporate seal of said national banking association, that said instrument was signed and sealed on behalf of said national banking association by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.


Notary Public

[Notarial Seal]

My Commission expires Aug. 24, 1986